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U.S. SECURITIES
EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDINGS

ROBERT LEWIS a.k.a. ROBERT STONE BARRED

The Commission announced on September 23 the institution of administrative proceedings pursuant to Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 (Exchange Act) and the entry of an Order Making Findings and Imposing Remedial Sanctions against Robert Gary Lewis a.k.a. Robert Stone (Stone). The Commission found that from at least March 13, 1987 to July 10, 1987 Stone was the manager of the Ft. Lauderdale branch of Prestige Investors, Inc., a broker-dealer registered with the Commission, and that during that time Stone actively participated in a scheme to manipulate the price of the common stock of Sheppard Resources, Inc. (Sheppard).

Stone violated and aided and abetted violations of the antifraud, registration and books and records provisions of the federal securities laws and, in addition, on May 21, 1992, the District Court for the Southern District of Florida issued a Final Judgment of Permanent Injunction against Stone which permanently enjoined Stone from further violations of these provisions of the federal securities laws.

The Commission simultaneously accepted an Offer of Settlement in which Stone consented, without admitting or denying the Commission's findings, to the entry of the Order permanently barring him from association with an broker, dealer, investment adviser, investment company or municipal securities dealer. (Rel. 34-31224)

SETTLEMENT OFFER OF DOUGLAS POLITE, JR., ACCEPTED

The Commission announced the entry of an Order Instituting Public Administrative Proceedings, Making Findings and Imposing Remedial Sanctions against Douglas W. Polite, Jr. (Polite), Investment Specialists, Inc. (ISI), and Polite & Company, Inc. (PCO), and accepted the Offer of Settlement submitted by Polite, ISI and PCO.

Polite, ISI and PCO consented to the issuance of the Order without admitting or denying the Commission's findings. The Order contained findings that during the period March 1989 to February 1990, Polite misappropriated approximately \$120,000 from clients of ISI and PCO who had purchased interests in a trust of which Polite was the trustee. By virtue of that conduct, Polite, ISI and PCO violated the antifraud provisions of the federal securities laws and the reporting, books and records, and other provisions of the Investment Advisers Act. The Order also contains findings, admitted by Polite, ISI and PCO, that they were subjects of orders of permanent injunction entered by the U.S. District Court for the Northern District of Illinois.

The Order bars Polite from association with any broker, dealer, investment adviser, investment company or municipal securities dealer, with the right to reapply after four years, revokes the investment adviser registration of ISI and directs Polite to divest himself of all ownership interest in PCO. (Rel. 34-31225; IA-1342)

RALPH SHAW ORDERED TO CEASE AND DESIST

The Commission announced that on September 29 it entered an Order pursuant to Section 21C of the Securities Exchange Act of 1934 (Exchange Act) that Ralph R. Shaw (Shaw) permanently cease and desist from committing or causing any violation of or any future violation of Section 16(a) of the Exchange Act and Rules 16a-2 and 16a-3 promulgated thereunder. The Commission simultaneously accepted Shaw's Offer of Settlement in which, without admitting or denying the matters set forth in the Order, Shaw consented to its issuance. The Order finds that Shaw, a resident of Portland, Oregon, has since 1983 been a director of Costco Wholesale Corporation (Costco), a Washington corporation with its principal executive offices in Kirkland, Washington and was a director of Star Technologies, Inc., a Delaware corporation with its principal executive office in Sterling, Virginia, from April 1982 through April 1990. It also finds that during the period from March 1989 through April 1991 Shaw filed seven of fifteen Forms 4 from three to 35 weeks late with respect to transactions in excess of \$6.4 million in Costco's securities and that Shaw's original Form 3 reporting his holdings in Star was filed in March 1989, almost four years late, and that his corrected Form 3 was filed in May 1992, nearly seven years late, in violation of Section 16(a) of the Exchange Act and the rules thereunder. (Rel. 34-31250)

CPA PERMANENTLY BARRED

The Commission instituted public proceedings pursuant to Rule 2(e)(1)(ii) of the Commission's Rules of Practice and issued an Opinion and Order making findings and imposing sanctions against Thomas Page Taylor, a certified public accountant with offices in a suburb of Denver, Colorado. The Commission's Opinion and Order finds that Taylor engaged in improper professional conduct in his audits of the financial statements of Chaparral Mining Corporation (CMC), a Section 12(g) mining company based in Austin, Texas.

Specifically, the Opinion and Order finds that Taylor's audits materially departed from GAAS in that he misrepresented in his audit reports that CMC's financial statements were presented in accordance with GAAP and that his audits were performed in accordance with GAAS. Taylor also failed to obtain sufficient competent evidential matter and failed to exercise due professional care. The Opinion and Order also finds that Taylor engaged in improper professional conduct by his failure to cooperate with the SEC Practice Section of the AICPA in a peer review of his accounting and auditing practice.

The Commission determined to accept Taylor's Offer of Settlement in which he agreed to be permanently denied the privilege of appearing and practicing before the Commission as an accountant. (Rel. 34-31244)

CIVIL PROCEEDINGS

TEMPORARY RESTRAINING ORDER ENTERED AGAINST MICHAEL WOZNIAK, KIM GIRKINS AND AUREUS CAPITAL, LTD.

The Commission announced that on July 21, 1992 the Honorable Milton Shadur, U.S. District Judge for the Northern District of Illinois, issued a Temporary Restraining Order (Order) against Michael D. Wozniak, Kim W. Girkins and Aureus Capital, Ltd. The Order temporarily enjoined the Defendants from fraudulent conduct in connection with the offer, purchase or sale of the securities of any issuer. The Order froze the assets and accounts within the Defendants' custody and control and enjoined the destruction of the Defendants' books and records. The Order also required that the Defendants provide the Court with an accounting of investor funds, the Defendants' assets and liabilities and the location of any remaining assets.

The complaint filed by the Commission alleges that from in or about March 1991 to the present, the Defendants raised at least \$640,000 from at least 19 investors by offering and selling securities in the form of interests in an investment program whereby investors' funds were to be pooled and invested in stock index options. In connection with the offer, purchase or sale of the securities, the Defendants made false representations to investors regarding, among other things, their experience, the amount of investor funds under management and their performance history. In addition, the Defendants lulled investors into a false sense of security regarding the performance of their investments by mailing fictitious account statements which showed dramatic trading profits. In fact, the Defendants were consistently losing money trading stock index options and futures.

On July 28, an Order of Preliminary Injunction was entered by consent against the Defendants. The Preliminary Injunction preliminarily restrains and enjoins the Defendants from the activities described in the Order, continues the freeze of assets and requires the production of certain documents.

On August 25, in USA ex rel. SEC v. Michael D. Wozniak, the Honorable Milton Shadur heard the Government's Application For An Order To Show Cause Why Michael D. Wozniak Should Not Be Punished For Criminal Contempt. At the hearing on the Application, the Defendant agreed to restore \$3950 of funds removed from a bank account subsequent to the Court's issuance of a Temporary Restraining Order. The Court ordered the Defendant to restore the funds within 48 hours. [SEC v. Michael D. Wozniak, Kim W. Girkins and Aureus Capital, Ltd., N.D. Illinois, Civil Action No. 92 C 4691] (LR-13383)

MICHAEL LISKIEWICZ AND SUPERIOR CAPITAL CORPORATION ENJOINED

The Commission announced that on December 16, 1991 the Honorable Diana E. Murphy, United States District Court Judge for the District of Minnesota, permanently enjoined Michael J. Liskiewicz (Liskiewicz) and Superior Capital Corporation (SCC) from further violations of the antifraud provisions of the federal securities laws. Liskiewicz and SCC consented to the entry of the injunctions without admitting or denying the allegations contained in the Commission's complaint. The Court left open the issues of disgorgement and penalties. In its Complaint, the Commission alleged that, between

1988 and 1991, Liskiewicz and SCC obtained approximately \$800,000 from at least 57 investors through the fraudulent offer and sale of securities in the form of investment contracts and that Liskiewicz and SCC used these monies for their own personal and business expenses and to pay back earlier investors. [SEC v. Michael J. Liskiewicz and Superior Capital Corporation, D. Minn., No. 5-91-122, September 18, 1991] (LR-13384)

ORDER OF PERMANENT INJUNCTION ENTERED AGAINST HERBERT SCHNEIDER AND ESTELLE SCHNEIDER

The Commission announced that on April 15, 1992 the Honorable Nancy Edmunds, U.S. District Court Judge for the Eastern District of Michigan, issued an Order of Permanent Injunction and Other Equitable Relief against Herbert M. Schneider and Estelle Schneider. The Order enjoins the Schneiders from further violations of the registration and antifraud provisions of the federal securities laws. The Schneiders were ordered to disgorge \$5,887,500, but payment was waived based upon inability to pay. The Schneiders consented to the entry of the Order without admitting or denying the allegations in the Commission's complaint.

The complaint alleged that from April 1988 to in or about March 1990, the Schneiders raised over \$7 million in the offer and sale of unregistered limited partnership interests in three limited partnerships. The Schneiders falsely told investors that the proceeds would be used to acquire and develop real properties. In fact, the proceeds were commingled and used by the Schneiders to finance other limited partnerships and to pay salaries and expenses to themselves and to entities which they controlled. Furthermore, the Schneiders violated the all-or-none terms of two offerings by taking control of subscription escrow proceeds prior to full subscription of the offerings. They also failed to refund subscription proceeds to investors for one offering even though that offering was never fully subscribed. [SEC v. Herbert M. Schneider and Estelle Schneider, E.D. Michigan, No. 92-71848, filed April 3, 1992] (LR-13385)

DENNIS DENOBLE PERMANENTLY ENJOINED

The Commission announced that on April 15, 1992 Judge Milton Shadur of the U.S. District Court for the Northern District of Illinois entered a Final Judgment of Permanent Injunction against Dennis DeNoble enjoining him from violating and aiding and abetting violations of Section 17(a) of the Securities Act of 1933 and Sections 10(b) and 17(a) of the Securities Exchange Act of 1934 (Exchange Act) and Rules 10b-5 and 17a-3 thereunder. Dennis Denoble consented to the entry of the injunction in the case of SEC v. Arnold Kimmes, et al., USDC, N.D. Ill., Civil Action No. 89-C-5962, without admitting or denying the allegations in the complaint.

The Commission's complaint alleges that Dennis Denoble violated and aided and abetted violations of the antifraud provisions of the federal securities laws by opening nominee accounts in which he purchased shares of the initial public offering of GSS Venture Capital Corporation (GSS) for the benefit of a GSS undisclosed control person. Further, the complaint alleges that Denoble violated the broker-dealer recordkeeping provisions of the Exchange Act by making and keeping false and misleading account information which failed to reflect the actual beneficial ownership of the accounts. [SEC v. Arnold Kimmes, et al., USDC, N.D. Ill., Civil Action No. 89-C-5962] (LR-13386)

CIVIL COMPLAINT FILED AGAINST JERRY THOMPSON

The Commission announced that on October 23, 1991 it filed a complaint in United States District Court in Bay City, Michigan against Jerry M. Thompson of Gaylord, Michigan. The complaint seeks an order of permanent injunction against, and disgorgement from, Thompson, for violating the antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934.

The Commission alleges that Thompson, a registered representative associated with a registered broker-dealer, misappropriated approximately \$584,400 from 11 investors. The Commission alleges that from approximately December 1988 to March 1989, Thompson offered and sold Treasury bills to the public. Thompson instructed investors to make checks payable to him for those Treasury bills. He then gave each investor a personal check, post-dated to reflect the alleged maturity date of the Treasury bill, for the principal amount invested plus interest.

Thompson did not purchase Treasury bills but used those funds to pay personal expenses and obligations to prior investors.

The Commission further alleges that, in connection with the offer and sale of securities described above, Thompson misrepresented or failed to disclose material facts to investors. Further inquiries should be directed to Jonathan Stein at the Chicago Regional Office. [SEC v. Jerry M. Thompson, E.D. Michigan, No. 91-CV-10372-BC, filed October 23, 1991] (LR-13387)

JUDGMENT OF DISGORGEMENT ENTERED AGAINST STEVEN WYMER

The Commission and the U.S. Attorney's Office announced on September 29 the settlement of civil and criminal actions against Steven Wymer. The Commission filed a judgment by consent on September 28 against Wymer for disgorgement and penalties. Wymer was previously enjoined and barred from the securities industry. Wymer was ordered to pay \$209 million in restitution and prejudgment interest to 19 defrauded clients, which clients may enforce the restitution order against Wymer. Wymer was also ordered to disgorge his assets. Proceeds from their sale will be paid to Wymer's defrauded clients. Wymer was also ordered to cooperate with the Commission, the U.S. Attorney and his former clients in any future investigation or litigation in this matter. Wymer pleaded guilty to nine felony counts of racketeering, securities fraud, mail fraud, bank fraud and obstruction of justice and consented to civil forfeiture actions.

From 1986 to 1991, Wymer owned and operated Denman & Co. and Institutional Treasury Management, Inc., registered investment advisers that had approximately \$1.2 billion under management and about 100 clients, mostly governmental entities, financial institutions and pension funds. Wymer misappropriated about \$174 million from 19 clients and diverted their funds to pay other clients' principal and purported profits on fraudulent securities transactions, his clients' trading losses and his personal and business expenses. [SEC v. Institutional Treasury Management, Inc., Denman & Co. and Steven D. Wymer, Civil Action No. 91-6715 MRP, Ex; US v. Steven D. Wymer, Criminal Action No. 92-2-RG] (LR-13389)

CRIMINAL PROCEEDINGS

PAUL WAGNER AGREES TO PLEAD GUILTY

The U.S. Attorney for the Southern District of Indiana and the Securities and Exchange Commission announced that on June 5, 1992, Paul Wagner of Carmel, Indiana entered a guilty plea to one count of Fraud in the Sale of Securities before U.S. District Court Judge John Tinder. The Criminal Information relates that Wagner made fraudulent misstatements and omissions concerning the use of proceeds in connection with the sale of promissory notes to investment adviser clients. Wagner was sentenced to a two-year term of probation, with a condition that he remain in monitored home confinement for a period of one year. As further conditions of probation, Wagner shall make a good faith effort to comply with the provisions of the Disgorgement Order entered in the Commission's Civil Action (IP 90-1896-C) as it relates to certain parties named in that action, and Wagner must obtain approval from the probation department before incurring new credit charges or opening additional lines of credit.

Wagner was previously enjoined from future violations of the antifraud and books and records provisions of the federal securities laws on November 27, 1990, in an action brought by the Commission. The Order of Permanent Injunction also requires that Wagner disgorge \$438,550.23 of ill-gotten gains. The action SEC v. Institute for Financial Planning of Indiana, Inc. and Paul Wagner, S.D. Indiana, Civil Action No. IP 90 1896-C, was based upon the same conduct described above and Wagner's failure to keep and maintain certain books and records required under the Investment Advisers Act. [U.S. v. Paul J. Wagner, S.D. Indiana, Criminal Action No. IP 92-44-CR, filed March 17, 1992] (LR-13388)

INVESTMENT COMPANY ACT RELEASES

CAPSTEAD SECURITIES CORPORATION VI

A notice has been issued giving interested persons until October 20, 1992 to request a hearing on an application filed by Capstead Securities Corporation VI for a conditional order under Section 6(c) of the Investment Company Act exempting applicant from all provisions of the Act in connection with the proposed issuance and sale of collateralized mortgage obligations and residual interests relating thereto and the election of REMIC status. (Rel. IC-18978 - September 25)

CHUBB LIFE INSURANCE COMPANY SEPARATE ACCOUNT B

A notice has been issued giving interested persons until October 22, 1992 to request a hearing on an application filed by Chubb Separate Account B of Chubb Life Insurance Company of America (Separate Account B) for an order under Section 8(f) of the Investment Company Act declaring that Separate Account B has ceased to be an investment company. (Rel. IC-18979 - September 28)

HOLDING COMPANY ACT RELEASES

ENERGY INITIATIVES, INC.

A notice has been issued giving interested persons until October 19, 1992 to request a hearing on a proposal by Energy Initiatives, Inc. (EII), a wholly owned subsidiary of General Portfolios Corporation, a subsidiary of General Public Utilities Corporation, a registered holding company, to release the Commission's reservation of jurisdiction over the exercise of an option to acquire the interests of two Delaware limited partnerships and their affiliates in a cogeneration facility (Project) being developed in Selkirk, New York (HCAR No. 25335, June 19, 1991). EII also proposes to increase to up to \$10 million the amount it may pay for the development costs of and equity contributions to the Project. EII further proposes to obtain a letter of credit in order to secure its equity commitments to the Project. (Rel. 35-25644)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S-3 RAYTHEON CO, 141 SPRING ST, LEXINGTON, MA 02173 (617) 862-6600 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-49045 - SEP. 23) (BR. 13 - NEW ISSUE)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 665, 333 WEST WACKER DRIVE, CHICAGO, IL 60606 - INDEFINITE SHARES. (FILE 33-49047 - SEP. 23) (NEW ISSUE)
- S-3 MORGAN J P & CO INC, 60 WALL ST, NEW YORK, NY 10260 (212) 483-2323 - 450,000,000 (\$450,000,000) STRAIGHT BONDS. (FILE 33-49049 - SEP. 23) (BR. 13 - NEW ISSUE)
- S-3 ANHEUSER BUSCH COMPANIES INC, ONE BUSCH PL, C/O OFFICE OF THE VP & SEC'Y, ST LOUIS, MO 63118 (314) 577-3314 - 735,000,000 (\$735,000,000) STRAIGHT BONDS. (FILE 33-49051 - SEP. 23) (BR. 13 - NEW ISSUE)
- S-8 GENERAL ELECTRIC CO, 3135 EASTON TURNPIKE, FAIRFIELD, CT 06431 (203) 373-2816 - 200,000 (\$15,562,500) COMMON STOCK. (FILE 33-49053 - SEP. 23) (BR. 13 - NEW ISSUE)
- S-3 ARCHER DANIELS MIDLAND CO, 4666 FARRIES PKWY, DECATUR, IL 62526 (217) 424-5200 - 60,000 (\$1,507,500) COMMON STOCK. (FILE 33-49055 - SEP. 23) (BR. 13 - NEW ISSUE)
- S-18 ELTRAX SYSTEMS INC, 8990 SPRINGBROOK DR STE 110, MINNEAPOLIS, MN 55433 (612) 783-0099 - 1,380,000 (\$4,140,000) COMMON STOCK. UNDERWRITER: STEICHEN RJ & CO. (FILE 33-51456-C - AUG. 28) (BR. 6 - NEW ISSUE)

REGISTRATIONS CONTINUED

- N-1A HENLOPEN FUND, 400 WEST NINTH ST, WILMINGTON, DE 19801 (302) 654-3131 - INDEFINITE SHARES. UNDERWRITER: HENLOPEN FUND. (FILE 33-52154 - SEP. 18) (BR. 16 - NEW ISSUE)
- S-4 CNB BANCSHARES INC, 20 N W THIRD ST, EVANSVILLE, IN 47739 (812) 464-3400 - 104,712 (\$2,859,947) COMMON STOCK. (FILE 33-52200 - SEP. 22) (BR. 2)
- S-3 PEOPLES TELEPHONE COMPANY INC, 8041 NW 14TH ST, MIAMI, FL 33126 (305) 593-9667 - 274,158 (\$2,535,961.50) COMMON STOCK. (FILE 33-52202 - SEP. 22) (BR. 7)
- S-3 CORNING INC /NY, HOUGHTON PK, CORNING, NY 14831 (607) 974-9000 - 334,849 (\$12,556,837) COMMON STOCK. (FILE 33-52204 - SEP. 22) (BR. 9)
- S-3 EVERGREEN RESOURCES INC, 1000 WRITER SQ, 1512 LARIMER ST, DENVER, CO 80202 (303) 534-0400 - 152,500 (\$1,239,825) COMMON STOCK. (FILE 33-52206 - SEP. 22) (BR. 12)
- S-1 SPORTS HEROES INC, 500 KINDERKAMACK RD, ORADELL, NJ 07649 (201) 262-8020 - 348,750 (\$2,244,375) COMMON STOCK. 90,000 WARRANTS, OPTIONS OR RIGHTS. 22,500 (\$146,250) COMMON STOCK. (FILE 33-52208 - SEP. 22) (BR. 1)
- S-3 BE HOLDINGS INC, P O BOX 500, 1100 MILWAUKEE AVENUE, SOUTH MILWAUKEE, WI 53172 (414) 768-4000 - 4,194,537 (\$41,945) COMMON STOCK. (FILE 33-52210 - SEP. 22) (BR. 10)
- S-1 BOOKS A MILLION INC, P O BOX 19768, BIRMINGHAM, AL 35219 (205) 942-3737 - 2,616,250 (\$34,011,250) COMMON STOCK. UNDERWRITER: PRUDENTIAL SECURITIES INC, ROBINSON HUMPHREY CO INC. (FILE 33-52256 - SEP. 21) (BR. 2 - NEW ISSUE)
- S-3 VENCOR INC, 700 BROWN & WILLIAMSON TOWER, LOUISVILLE, KY 40202 (502) 569-7300 - 14,773 (\$457,963) COMMON STOCK. (FILE 33-52260 - SEP. 21) (BR. 5)
- S-1 EXCAL 1992 CONVERTIBLE OIL & GAS PROGRAM LP, 7199 THORNAPPLE RIVER DRIVE, ADA, MI 49301 (616) 676-1455 - 11,700 (\$11,700,000) LIMITED PARTNERSHIP CERTIFICATE. 750,000 (\$3,750,000) COMMON STOCK. UNDERWRITER: EXCAL ENERGY CORP. (FILE 33-52262 - SEP. 21) (BR. 4 - NEW ISSUE)
- S-1 MICROTEST INC, 3519 EAST SHEA BLVD STE 134, PHOENIX, AZ 85028 (602) 971-6464 - 2,098,750 (\$27,283,750) COMMON STOCK. (FILE 33-52264 - SEP. 21) (BR. 3 - NEW ISSUE)
- S-2 GOLD KIST INC, 244 PERIMETER CTR PKWY NE, ATLANTA, GA 30346 (404) 393-5000 - 52,300,000 (\$52,300,000) EQUIPMENT TRUST CERTIFICATES. UNDERWRITER: AGVESTMENTS INC. (FILE 33-52268 - SEP. 22) (BR. 3)
- S-4 SOVEREIGN BANCORP INC, 1130 BERKSHIRE BLVD, WYOMISSING, PA 19610 (215) 320-8400 - 9,245,977 (\$62,225,425) COMMON STOCK. (FILE 33-52274 - SEP. 22) (BR. 1)
- N-2 1838 BOND DEBENTURE TRADING FUND, 100 MATSONFORD RD STE 320, FIVE RADNOR CORP, RADNOR, PA 19087 (215) 293-4300 - 659,157 (\$14,732,158) COMMON STOCK. (FILE 33-52276 - SEP. 21) (BR. 18)
- S-4 COMMERCE BANCSHARES INC /MO/, 1000 WALNUT, KANSAS CITY, MO 64106 (816) 234-2000 - 691,148 (\$19,310,675) COMMON STOCK. (FILE 33-52278 - SEP. 22) (BR. 2)
- S-8 DR PEPPER SEVEN UP COMPANIES INC /DE/, 1717 MAIN 7TH FL, DALLAS, TX 75201 (214) 360-7000 - 7,140,876 (\$43,059,482.28) COMMON STOCK. (FILE 33-52280 - SEP. 18) (BR. 11)

REGISTRATIONS CONTINUED

- S-3 AVCO FINANCIAL SERVICES INC, 3349 MICHELSON DR, IRVINE, CA 92715 (714) 553-1200 - 1,000,000,000 (\$1,000,000,000) STRAIGHT BONDS. (FILE 33-52284 - SEP. 22) (BR. 11)
- S-2 FIRST FINANCIAL CARIBBEAN CORP, 1159 FRANKLIN D ROOSEVELT AVE, PUERTO NUEVO, PR 00920 (809) 749-7100 - 575,000 (\$10,350,000) FOREIGN COMMON STOCK. (FILE 33-52292 - SEP. 23) (BR. 11)
- S-8 ENGLISH CHINA CLAYS PLC, 1015 ARLINGTON BUSINESS PARK, THEALE READING RG7 4SA ENGLAND, XO - 100,000 (\$605,200) FOREIGN COMMON STOCK. (FILE 33-52294 - SEP. 23) (BR. 1)
- S-8 BOSTON TECHNOLOGY INC, 100 QUANNAPOWITT PKWY, WAKEFIELD, MA 01880 (617) 246-9000 - 135,000 (\$460,350) COMMON STOCK. (FILE 33-52296 - SEP. 23) (BR. 7)
- S-8 BOSTON TECHNOLOGY INC, 100 QUANNAPOWITT PKWY, WAKEFIELD, MA 01880 (617) 246-9000 - 2,000,000 (\$6,820,000) COMMON STOCK. (FILE 33-52298 - SEP. 23) (BR. 7)
- S-1 WET SEAL INC, 64 FAIRBANKS, IRVINE, CA 92718 (714) 583-9029 - 777,185 (\$7,480,405.63) COMMON STOCK. (FILE 33-52312 - SEP. 22) (BR. 2)
- S-8 BENEFUND INC, 8118 E 63RD ST, TULSA, OK 74133 (918) 254-5123 - 1,250,000 (\$1,406,250) COMMON STOCK. (FILE 33-52316 - SEP. 22) (BR. 12)

ACQUISITION OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/%OWNED	CUSIP/PRIOR%	FILING STATUS
COMPUTER TASK GROUP INC	COM		0	20547710	
WORLD SOFTWARE GRP	13D	9/15/92	0.0	11.7	UPDATE
DURR FILLAUER MED INC	COM		11,337	26689010	
BERGEN BRUNSWIG CORP	14D-1	9/28/92	94.6	95.6	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
FMS FINANCIAL CORP YATES CRAIG W	COM 13D	8/31/92	139 10.8	30250910 9.8	UPDATE
FIBRONICS INTL INC IDB DEVELOPMENT CORP LTD ET AL	COM 13D	9/22/92	3,371 53.3	31572210 29.6	UPDATE
INCOME OPPORTUNITY RLTY TR AMERICAN RLTY TR ET AL	SH BEN INT NEW 13D	9/18/92	292 33.7	45333720 8.9	UPDATE
MICROWAVE FILTER CO INC DIX FREDERICK A ET AL	COM 13D	9/21/92	198 6.1	59517610 0.0	NEW
MUELLER INDS INC SOROS GEORGE ET AL	COM 13D	9/15/92	4,700 48.8	62475610 47.6	UPDATE
NATIONAL MED WASTE INC PARIS PARTNERS LP ET AL	COM 13D	9/15/92	8,419 61.3	63692310 0.0	NEW
NATIONAL RLTY L P FRIEDMAN WILLIAM S ET AL	UNIT NEW 13D	9/18/92	802 32.7	63735330 32.0	UPDATE
OIS OPTICAL IMAGING SYS INC DAVIDSON WILLIAM	COM 13D	9/23/92	58,693 80.2	67085210 0.0	NEW
OIS OPTICAL IMAGING SYS INC GUARDIAN INDUSTRIES CORP	COM 13D	9/23/92	42,965 58.7	67085210 51.4	UPDATE
PAUL HARRIS STORES INC BOMBERGER DAVID R JR ET AL	COM 13D	9/15/92	0 0.0	70355510 N/A	UPDATE
PERKIN ELMER CORP SOROS GEORGE ET AL	COM 13D	9/15/92	2,774 8.2	71404110 9.5	UPDATE
TOPS APPLIANCE CITY INC GSI ACQUISITION CO LP	COM 13D	8/11/92	2,523 35.1	89091010 0.0	NEW
UNITED MED CORP AGLIALORO JOHN	COM 13D	5/27/92	721 27.0	91084410 28.1	UPDATE
U S BANKNOTE CORP NEW WEISSMAN MORRIS	COM 13D	5/18/92	1,240 7.2	91162310 7.0	UPDATE
U S ROBOTICS INC STATE OF WISCONSIN INVEST BD	COM 13D	9/ 4/92	660 6.9	91246610 5.4	UPDATE

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Resignations of Registrant's Directors.
- Item 7. Financial Statements and Exhibits.
- Item 8. Change in Fiscal Year.

The companies listed below have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Room (when ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
ACCUSONICS INC	NY	X	X					X		09/12/92	
ALLERGAN INC	DE			X				X		09/22/92	
AMERICAS COFFEE CUP INC	DE				X			X		09/11/92	
BAXTER INTERNATIONAL INC	DE				X					09/25/92	
BENEFICIAL CORP	DE							X		09/23/92	
BIOCONTROL TECHNOLOGY INC	PA					X				09/12/92	
BLACK HAWK HOLDINGS INC /MM/	MN				X					08/19/92	AMEND
BLYTH HOLDINGS INC	DE			X				X		09/22/92	
CEL SCI CORP	CO				X			X		09/17/92	
CHARTER ONE FINANCIAL INC	DE					X		X		09/14/92	
CITICORP MORTGAGE SECURITIES INC	DE		X							09/24/92	
DESIGNS INC	DE					X				09/23/92	
DEV TECH CORP	FL								NO ITEMS	09/23/92	
DVI HEALTH SERVICES CORP	DE			X				X		09/11/92	
FBS MORTGAGE CORP MORTGAGE PASS THR CERT	NE								NO ITEMS	09/11/92	
FLEMING COMPANIES INC /OK/	OK					X				09/23/92	
FLORIDA STEEL CORP	FL				X			X		09/22/92	
FLS HOLDINGS INC	FL				X			X		09/22/92	
FRAME TECHNOLOGY CORP/CA	CA							X		08/18/92	AMEND
FRIES ENTERTAINMENT INC	DE			X				X		07/01/92	
FRONTIER INSURANCE CO	MO				X					09/24/92	
GARDEN STATE BANCSHARES INC	NJ							X		09/25/92	
GRACE W R & CO /NY/	NY					X		X		09/23/92	
HIGHLAND SUPERSTORES INC	MI			X		X		X		08/24/92	
HOUSTON INDUSTRIES INC	TX							X		09/16/92	
HOUSTON LIGHTING & POWER CO	TX							X		09/16/92	
INCERA GROUP INC	NY								NO ITEMS	09/25/92	
INGLEBY COMMUNICATIONS CORPORATION	NV					X				09/15/92	AMEND
INTERNATIONAL MERCANTILE CORP	MO					X				09/24/92	
KEYSTONE FINANCIAL INC	PA							X		08/31/92	
KOHL'S CORPORATION	DE								X	09/14/92	
KOMAG INC /DE/	DE					X				09/17/92	
LANDER ENERGY CO	CO								X	08/24/92	
LEISURE TECHNOLOGY INC	DE			X				X		09/20/92	
MET CAPITAL CORPORATION	DE								NO ITEMS	06/19/92	AMEND
NORTH CAROLINA NATURAL GAS CORP	DE							X		09/23/92	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
NORTHWESTERN PUBLIC SERVICE CO	DE				X	X				09/18/92	
PACER TECHNOLOGY	CA	X				X				09/11/92	
PHYSICIAN CORPORATION OF AMERICA /DE/	DE	X				X				03/31/92	AMEND
PREMIER BANCORP INC	LA				X					09/22/92	
PUGET SOUND POWER & LIGHT CO /WA/	WA				X					09/24/92	
RANGER OIL LTD						X				07/15/92	AMEND
RESOLUTION TRUST CORP MORT PASS THRO CER					X	X				08/31/92	
RIC 15 LTD	CA				X					09/14/92	
RIC 16 LTD	CA				X					09/16/92	
ROBERTSON CECO CORP	DE	NO ITEMS								09/29/92	
RURBAN FINANCIAL CORP	OH				X	X				09/14/92	
SKYLINE CORP	IN				X					09/21/92	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X				07/27/92	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X				08/25/92	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X				09/25/92	
SOUTHSIDE BANCSHARES CORP	MO				X					08/27/92	AMEND
SPI HOLDING INC	DE	X				X				09/17/92	
STADYN INC	DE				X					09/21/92	
STERLING FINANCIAL CORP /MO/	MO			X						09/24/92	
STERLING HISTORIC INVESTORS LP	DE	X								09/16/92	
TECHNOLOGY SOLUTIONS COMPANY	DE					X				09/23/92	
TELECOM CORP	TX	X			X					09/03/92	
TERMINAL APPLICATIONS GROUP INC	NY				X					09/21/92	
TOP AIR MANUFACTURING INC	IA	X				X				09/15/92	
TOYOTA MOTOR CREDIT CORP	CA					X				09/01/92	
UNION PLANTERS CORP	TN				X	X				09/25/92	
UNION TEXAS PETROLEUM HOLDINGS INC	DE				X	X				09/28/92	
UNIVERSAL LIFE HOLDING CORP	MO				X					09/24/92	
VEHICLE EQUIPMENT LEASING COMPANY INC						X	X			09/15/92	
VEHICLE EQUIPMENT LEASING COMPANY INC						X	X			09/15/92	
VMARK SOFTWARE INC	DE				X					09/15/92	
YUBA WESTGOLD INC	DE				X	X				09/25/92	